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ARTICLES OF ORGANIZATION FOR FLORIDA PROPERTIES III, LLC

ARTICLE I - NAME

The name of the limited liability company is Florida Properties III, LLC.

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the company is 1801 Glengary Street, Suite 200, Sarasota, FL 34231.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

LPS CORPORATE SERVICES, INC. 46 North Washington Boulevard, Suite 1 Sarasota FL 34236

Having been named as registered agent and to accept service of process for the above stated limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

LPS CORPORATE SERVICES, INC., a Florida corporation

Bv:

Allson Haskins Its Vice President

ARTICLE IV - MANAGEMENT

The limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of the initial managers are Joseph D. Hudgins, 1801 Glengary Street, Suite 200, Sarasota, FL 34231, John J. Stolar, 711 State Street, 3rd Floor, Erie, PA 16501 and Ronald R. Scarton, 4140 East State Street, Hermitage, PA 16148.

ARTICLE V - LIMITATION ON AGENCY AUTHORITY OF MEMBERS:

No member of the company shall be an agent of the company solely by virtue of being a member.

Dated: March 24, 2009

Alison Haskins

Authorized Representative of a Member

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